

**EXHIBIT A**

**TRACT I**

That certain lot, tract or parcel of land containing 1.62 acres, more or less, part of the ROBERT FLETCHER SURVEY, A-359, in Tyler, Smith County, Texas, more particularly described as Lot 4-D, New City Block 1293, Pavillion Addition, according to corrected Final Plat recorded in Cabinet C, Slide 112-D, Plat Records of Smith County, Texas.

**TRACT II**

Easements set out and defined in (a) Reciprocal Easement and Operation Agreement between Broadway Pavilion Partners, Ltd., and Circuit City Stores, Inc., recorded in Volume 3535, page 284 and (b) Restrictive Covenants recorded in Volume 3523, page 395, as assigned in Volume 3535, page 326.

\\circuit\staubach\legal.ctx

**EXHIBIT B**

1. Basic Rent for the initial term shall be at the annual rate of TWO HUNDRED THIRTY THOUSAND THREE HUNDRED FORTY AND 00/100 DOLLARS (\$230,340.00).

2. Basic Rent for the first renewal term shall be at the annual rate of TWO HUNDRED FIFTY-THREE THOUSAND THREE HUNDRED SEVENTY-FOUR AND 00/100 DOLLARS (\$253,374.00).

3. Basic Rent for the second renewal term shall be at the annual rate of TWO HUNDRED SEVENTY-SIX THOUSAND FOUR HUNDRED EIGHT AND 00/100 DOLLARS (\$276,408.00).

**PRINCIPAL BALANCE**

1	\$2,200,000
2	\$2,197,342
3	\$2,194,664
4	\$2,191,965
5	\$2,189,247
6	\$2,186,508
7	\$2,183,748
8	\$2,180,968
9	\$2,178,166
10	\$2,175,344
11	\$2,172,500
12	\$2,169,635
13	\$2,166,749
14	\$2,163,841
15	\$2,160,911
16	\$2,157,959
17	\$2,154,985
18	\$2,151,988
19	\$2,148,969
20	\$2,145,927
21	\$2,142,862
22	\$2,139,775
23	\$2,136,664
24	\$2,133,529
25	\$2,130,372
26	\$2,127,190
27	\$2,123,984
28	\$2,120,755
29	\$2,117,501
30	\$2,114,223
31	\$2,110,920
32	\$2,107,592
33	\$2,104,239
34	\$2,100,861
35	\$2,097,458
36	\$2,094,028
37	\$2,090,574
38	\$2,087,093
39	\$2,083,586
40	\$2,080,053
41	\$2,076,493
42	\$2,072,906
43	\$2,069,293
44	\$2,065,652
45	\$2,061,984
46	\$2,058,288
47	\$2,054,565
48	\$2,050,814
49	\$2,047,034
50	\$2,043,226
51	\$2,039,389
52	\$2,035,524
53	\$2,031,629
54	\$2,027,705
55	\$2,023,752
56	\$2,019,769
57	\$2,015,756
58	\$2,011,713
59	\$2,007,639
60	\$2,003,535
61	\$1,999,400

<b>COLUMN "A" MONTHS</b>	<b>COLUMN "B" PRINCIPAL BALANCE</b>
62	\$1,995,234
63	\$1,991,037
64	\$1,986,808
65	\$1,982,547
66	\$1,978,254
67	\$1,973,929
68	\$1,969,572
69	\$1,965,182
70	\$1,960,758
71	\$1,956,302
72	\$1,951,812
73	\$1,947,288
74	\$1,942,730
75	\$1,938,138
76	\$1,933,512
77	\$1,928,850
78	\$1,924,154
79	\$1,919,422
80	\$1,914,655
81	\$1,909,852
82	\$1,905,013
83	\$1,900,137
84	\$1,895,225
85	\$1,890,276
86	\$1,885,289
87	\$1,880,266
88	\$1,875,204
89	\$1,870,104
90	\$1,864,966
91	\$1,859,790
92	\$1,854,574
93	\$1,849,320
94	\$1,844,026
95	\$1,838,692
96	\$1,833,317
97	\$1,827,903
98	\$1,822,448
99	\$1,816,952
100	\$1,811,414
101	\$1,805,835
102	\$1,800,214
103	\$1,794,551
104	\$1,788,845
105	\$1,783,096
106	\$1,777,304
107	\$1,771,469
108	\$1,765,589
109	\$1,759,666
110	\$1,753,698
111	\$1,747,685
112	\$1,741,626
113	\$1,735,523
114	\$1,729,373
115	\$1,723,177
116	\$1,716,935
117	\$1,710,646
118	\$1,704,309
119	\$1,697,925
120	\$1,691,493
121	\$1,685,012

<b>COLUMN "A"</b>
<b>MONTHS</b>
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<b>COLUMN "B"</b>
<b>PRINCIPAL BALANCE</b>
\$1,678,483
\$1,671,905
\$1,665,277
\$1,658,599
\$1,651,872
\$1,645,093
\$1,638,264
\$1,631,383
\$1,624,451
\$1,617,467
\$1,610,430
\$1,603,340
\$1,596,197
\$1,589,000
\$1,581,749
\$1,574,443
\$1,567,083
\$1,559,667
\$1,552,196
\$1,544,668
\$1,537,084
\$1,529,443
\$1,521,744
\$1,513,988
\$1,506,173
\$1,498,300
\$1,490,367
\$1,482,375
\$1,474,322
\$1,466,209
\$1,458,035
\$1,449,800
\$1,441,503
\$1,433,143
\$1,424,721
\$1,416,235
\$1,407,685
\$1,399,071
\$1,390,393
\$1,381,649
\$1,372,839
\$1,363,964
\$1,355,021
\$1,346,012
\$1,336,934
\$1,327,789
\$1,318,574
\$1,309,290
\$1,299,937
\$1,290,513
\$1,281,019
\$1,271,453
\$1,261,815
\$1,252,105
\$1,242,321
\$1,232,465
\$1,222,534
\$1,212,528
\$1,202,447
\$1,192,291

COLUMNS		COLUMNS	
"A"		"B"	
MONTHS		PRINCIPAL BALANCE	
182		\$1,182,058	
183		\$1,171,748	
184		\$1,161,361	
185		\$1,150,895	
186		\$1,140,351	
187		\$1,129,728	
188		\$1,119,025	
189		\$1,108,241	
190		\$1,097,377	
191		\$1,086,430	
192		\$1,075,402	
193		\$1,064,290	
194		\$1,053,095	
195		\$1,041,816	
196		\$1,030,452	
197		\$1,019,003	
198		\$1,007,467	
199		\$995,845	
200		\$984,135	
201		\$972,338	
202		\$960,452	
203		\$948,476	
204		\$936,411	
205		\$924,254	
206		\$912,007	
207		\$899,667	
208		\$887,235	
209		\$874,709	
210		\$862,089	
211		\$849,374	
212		\$836,563	
213		\$823,656	
214		\$810,653	
215		\$797,551	
216		\$784,351	
217		\$771,052	
218		\$757,652	
219		\$744,153	
220		\$730,551	
221		\$716,847	
222		\$703,041	
223		\$689,130	
224		\$675,115	
225		\$660,995	
226		\$646,769	
227		\$632,435	
228		\$617,994	
229		\$603,444	
230		\$588,785	
231		\$574,016	
232		\$559,136	
233		\$544,143	
234		\$529,039	
235		\$513,820	
236		\$498,488	
237		\$483,040	
238		\$467,475	
239		\$451,794	
240		\$435,995	
241		\$420,078	

COLUMN "A" MONTHS	COLUMN "B" PRINCIPAL BALANCE
242	\$404,040
243	\$387,882
244	\$371,803
245	\$355,201
246	\$338,876
247	\$322,027
248	\$305,252
249	\$288,352
250	\$271,324
251	\$254,169
252	\$236,884
253	\$219,470
254	\$201,924
255	\$184,247
256	\$166,437
257	\$148,493
258	\$130,414
259	\$112,200
260	\$93,848
261	\$75,359
262	\$56,730
263	\$37,961
264	\$19,052
265	\$0

**EXHIBIT D**

**List of Properties Subject to Cross Defaulted Leases**

**Location**

**LUBBOCK**

6701 Slide Street  
Lubbock, TX 79424  
(Lubbock County)

**CLACKAMAS**

10722 SE 82nd Avenue  
Portland, OR 97266  
(Clackamas County)

**TYLER/BROADWAY**

4910 S. Broadway  
Tyler, TX 75603  
(Smith County)

**LONGVIEW**

406 N. Loop 281  
Longview, TX 75605  
(Gregg County)

**MIAMI WAREHOUSE**

3245 Meridian Parkway  
Ft. Lauderdale, FL 33331  
(Broward County)

**CARMAX-COBB**

1215 Ernest Barrett Parkway  
Marietta, GA  
(Cobb County)





January 2<sup>nd</sup>, 2009

M & M BERMAN ENTERPRISES  
703 NORTH MAPLE DRIVE  
BEVERLY HILLS, CA 90210

Circuit City Store #04510

**SUBJECT: Circuit City Stores, Inc. and affiliated debtors  
Chapter 11 Bankruptcy – Lead Case Number 08-35653  
Notice of non-payment of pre-petition tax**

To Whom It May Concern:

Please be advised that on November 10, 2008 (the "Petition Date"), Circuit City Stores, Inc. and 17 affiliated debtors (the "Debtors") filed voluntary petitions for relief under chapter 11 of title 11 of the United States Bankruptcy Code in the Bankruptcy Court of the Eastern District of Virginia (the "Bankruptcy Court").

All or part of the attached real estate tax bill which we have received, and which may be currently due, has been classified as a "pre-petition" obligation. Generally the Debtors are not allowed to make payments based on pre-petition liabilities. However, a payment for the "post-petition" period, that period after and including November 10, 2008, can be paid by Circuit City. Accordingly, this letter is to advise that no payment is enclosed at this time. Hence, it has become the landlord's obligation to pay these taxes. For reimbursement for the "post-petition" amount, please direct all billing to Circuit City Stores, Inc. Attention: Tax Department, PO Box 42304, Richmond, VA 23242.

You have or will receive an official notice of the Debtor's Chapter 11 filing as well as subsequent notices. These notices will include instructions on how to file a claim for any "pre-petition" amounts owing that have not been paid. Additional information is also available on the Debtor's noticing agent's website at [www.kcdllc.com](http://www.kcdllc.com).

If you have any questions, please contact us at 804-486-2265.

Respectfully submitted,

Circuit City Stores, Inc.  
Tax Department

Enc: Original tax bill

MAKE CHECKS PAYABLE TO:  
LUBBOCK CENTRAL APPRAISAL DISTRICT  
PO BOX 10568 - 1715 26TH STREET  
LUBBOCK, TEXAS 79408-3568  
(806) 762-5000 EXT: 503  
www.lubbockcad.org

Doc 152008 TAX STATEMENT Red 01/15/09 13:28:04 Desc  
Exhibit(s) Page 10 of 14

QUICKREF:

R124693

DESCRIPTION  
PROPERTY  
SITUS

OWNER ID: 0036548  
OWNER % : 100.00

FIESTA AUTOLAND CNT L 2-A-1

6701 SLIDE RD

LUBBOCK

DBA: CIRCUIT CITY

TO RECEIVE A RECEIPT

CHECK BOX ☐

TAX DUE

43,926.34



PLEASE RETURN THIS PORTION WITH PAYMENT

RETAIN THIS PORTION FOR YOUR RECORDS

### 2008 TAX STATEMENT VALUATION BREAKDOWN

LAND-HS	LAND-NHS	AG-MKT	AG-USE	IMPV-HS	IMPV-NHS / PERS PROP	APPRAISED
	870,714	0	0	0	1,185,560	2,056,274

JURISDICTION	HOMESTEAD CAP	TOTAL ASSESSED	EXEMPTIONS	TAXABLE VALUE	TAX RATE	TAX AMOUNT BEFORE PENALTY	TAX AMOUNT
City Of Lubbock		2,056,274	0	2,056,274	0.4464000	9,179.21	9,179.21
Lubbock County		2,056,274	0	2,056,274	0.3262000	6,707.57	6,707.57
Lubb Cnty Hospital		2,056,274	0	2,056,274	0.1206700	2,481.31	2,481.31
Lubbock ISD		2,056,274	0	2,056,274	1.2350000	25,394.98	25,394.98
Hi Plains Water		2,056,274	0	2,056,274	0.0079400	163.27	163.27

EXEMPTION CODES:

\*\* CITY TAXES REDUCED BY ADDITIONAL SALES TAX: 2436.89  
\*\* COUNTY TAXES REDUCED BY ADDITIONAL SALES TAX: 2698.65

TOTAL  
DUE

43,926.34

DAVE KIMBROUGH

QUICKREF:

R124693

DESCRIPTION PROPERTY SITUS	OWNER ID: 0036548 OWNER % : 100.00  FIESTA AUTOLAND CNT L 2-A-1  6701 SLIDE RD LUBBOCK
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M & M BERMAN ENTERPRISES  
% CIRCUIT CITY #4510  
ATTN TAX DEPT  
PO BOX 42304  
RICHMOND VA 23242-2304

### PAYMENT SCHEDULE

IF TAXES ARE PAID IN	LESS (-) DISCOUNT OR PLUS (+) PENALTY/INTEREST	TOTAL TAX DUE
OCT 2008	.00	43,926.34
NOV 2008	.00	43,926.34
DEC 2008	.00	43,926.34
JAN 2009	.00	43,926.34
FEB 2009	7% 3,074.85	47,001.19
MAR 2009	9% 3,953.36	47,879.70
APR 2009	11% 4,831.91	48,758.25
MAY 2009	13% 5,710.43	49,636.77
JUN 2009	15% 6,588.94	50,515.28
JUL 2009	18%+20% 18,273.39	62,199.73

THIS IS YOUR CITY TAX CEILING ON OVER 65 OR DISABLED HOMESTEAD		FOR TOTAL TAX DUE REFER TO THE PAYMENT SCHEDULE ABOVE
THIS IS YOUR COUNTY TAX CEILING ON OVER 65 OR DISABLED HOMESTEAD		
THIS IS YOUR SCHOOL TAX CEILING ON OVER 65 OR DISABLED HOMESTEAD		

IF YOU ARE 65 YEARS OF AGE OR OLDER OR ARE DISABLED AND THE PROPERTY DESCRIBED IN THIS DOCUMENT IS YOUR HOMESTEAD, YOU SHOULD CONTACT THE APPRAISAL DISTRICT REGARDING ANY ENTITLEMENT YOU MAY HAVE TO A POSTPONEMENT IN THE PAYMENT OF THESE TAXES.

YOUR CHECK MAY BE CONVERTED INTO AN ELECTRONIC FUND TRANSFER

IF YOU HAVE QUESTIONS PLEASE CALL (806) 762-5000. TAXES BECOME DELINQUENT ON FEBRUARY 1, 2009.  
AFTER JUNE AN ADDITIONAL PENALTY OF 20% WILL BE IMPOSED ON THE AMOUNT OF TAXES, PENALTY AND INTEREST DUE.  
AFTER JULY AN ADDITIONAL 1% INTEREST WILL BE APPLIED.

Five Year Value History and Comparison - Required by Senate Bill 18

STMT #: 000058313  
PRINT DATE: 10/13/2008  
QUICKREF: R124693  
OWNER ID: 0036548

Property Legal Description:  
FIESTA AUTOLAND CNT L 2-A-1

APPAISED	TAXABLE	RATE	TAX	* %CHANGE	** % CHANGE CURRENT TO FIRST AVAILABLE		
					TYPE	YEARS COMPARED	CHANGE
City Of Lubbock					Appraised: 2003 to 2008 7.64		
2008	2,056,274	2,056,274	0.4464000	9,179.21	-2.09	Taxable: 2003 to 2008 7.64	
2007	2,060,241	2,060,241	0.4550500	9,375.12	1.28	Tax Rate: 2003 to 2008 -18.20	
2006	2,003,594	2,003,594	0.4619900	9,256.40	3.98	Taxes: 2003 to 2008 -11.95	
2005	1,990,684	1,990,684	0.4472000	8,902.34	1.37		
2004	1,910,334	1,910,334	0.4597000	8,781.80	-15.76		
2003	1,910,343	1,910,343	0.5457000	10,424.74	N/A		
Lubbock County					Appraised: 2003 to 2008 7.64		
2008	2,056,274	2,056,274	0.3262000	6,707.57	6.34	Taxable: 2003 to 2008 7.64	
2007	2,060,241	2,060,241	0.3061480	6,307.39	10.16	Tax Rate: 2003 to 2008 25.68	
2006	2,003,594	2,003,594	0.2857630	5,725.53	9.94	Taxes: 2003 to 2008 35.29	
2005	1,990,684	1,990,684	0.2616230	5,208.09	6.55		
2004	1,910,334	1,910,334	0.2558700	4,887.97	-1.41		
2003	1,910,343	1,910,343	0.2595400	4,958.10	N/A		
Lubb Cnty Hospital					Appraised: 2003 to 2008 7.64		
2008	2,056,274	2,056,274	0.1206700	2,481.31	3.28	Taxable: 2003 to 2008 7.64	
2007	2,060,241	2,060,241	0.1166100	2,402.45	5.00	Tax Rate: 2003 to 2008 10.75	
2006	2,003,594	2,003,594	0.1142000	2,288.10	4.17	Taxes: 2003 to 2008 19.21	
2005	1,990,684	1,990,684	0.1103400	2,196.52	7.04		
2004	1,910,334	1,910,334	0.1074200	2,052.08	-1.41		
2003	1,910,343	1,910,343	0.1089600	2,081.51	N/A		
Lubbock ISD					Appraised: 2003 to 2008 7.64		
2008	2,056,274	2,056,274	1.2350000	25,394.98	-0.19	Taxable: 2003 to 2008 7.64	
2007	2,060,241	2,060,241	1.2350000	25,443.98	-18.86	Tax Rate: 2003 to 2008 -23.08	
2006	2,003,594	2,003,594	1.5650000	31,356.25	-5.05	Taxes: 2003 to 2008 -17.21	
2005	1,990,684	1,990,684	1.6589000	33,023.46	7.67	2008 rate is: M&O 1.0400000 + I&S 0.1950000 = 1.2350000	
2004	1,910,334	1,910,334	1.6056000	30,672.32	0.00	2007 rate is: M&O 1.0400000 + I&S 0.1950000 = 1.2350000	
2003	1,910,343	1,910,343	1.6056000	30,672.47	N/A		
H1 Plains Water					Appraised: 2003 to 2008 7.64		
2008	2,056,274	2,056,274	0.0079400	163.27	-0.19	Taxable: 2003 to 2008 7.64	
2007	2,060,241	2,060,241	0.0079400	163.58	-1.64	Tax Rate: 2003 to 2008 -4.34	
2006	2,003,594	2,003,594	0.0083000	166.30	0.65	Taxes: 2003 to 2008 2.97	
2005	1,990,684	1,990,684	0.0083000	165.23	4.21		
2004	1,910,334	1,910,334	0.0083000	158.56	0.00		
2003	1,910,343	1,910,343	0.0083000	158.56	N/A		

\* % Change is difference, expressed as a percentage, of tax imposed for the preceding tax year.

\*\* % Change Current to First Available is difference, expressed as a percentage, for given type compared to oldest tax year where that type is available.

N/A: Information not available for printing.

**CERTIFICATE OF SERVICE**

I am employed in the County of Los Angeles, State of California. I am over the age of eighteen and not a party to the within action. My business address is Hemar, Rouso & Heald, , LLP ("the business") 15910 Ventura Blvd., 12<sup>th</sup> Floor, Encino, CA 91436-2829.

I am readily familiar with the business's practice for collection and processing of correspondence for mailing with the United States Postal Service; such correspondence would be deposited with the United States Postal Service the same day of deposit in the ordinary course of business.

On January 12, 2009, I served the following document described as **NOTICE OF CURE AMOUNTS KNOWN TO LESSOR M&M BERMAN ENTERPRISES (STORE NOS. 1602 and 4510) AND DEMAND FOR CURE OF KNOWN AND UNKNOWN LEASE DEFAULTS AS A CONDITION OF ANY PURPORTED ASSUMPTION** on the interested parties in this action by placing a true and correct copy thereof in a sealed envelope addressed as follows:

**PLEASE SEE ATTACHED SERVICE LIST**

XX **(By First Class Mail)** At my business address, I placed such envelope for deposit with the United States Postal Service by placing them for collection and mailing on that date following ordinary business practices.

\_\_\_ **(Via Hand Delivery)** I delivered such envelope(s) by hand to the offices of the addressees.

\_\_\_ **(Via E-Mail)** I caused such copies to be emailed to the person(s) set forth.

\_\_\_ **(State)** I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

XX **(Federal)** I declare under penalty of perjury under the laws of the United States of America that I am employed in the office of a member of the bar of this court at whose direction the service was made.

Executed on January 12, 2009, at Encino, California.

  
MARY ANN GRANZOW

**SERVICE LIST**

*In re Circuit City Stores, Inc., Case No. 08-35653-KRH*

**Office of the United States Trustee**

W. Clarkson McDow, Jr.  
Office of the U.S. Trustee  
701 E. Broad Street, Suite 4304  
Richmond, VA 23219

**Debtor's Counsel**

Daniel F. Blanks  
Douglas M. Foley  
McGuire Woods LLP  
9000 World Trade Center  
101 W. Main Street  
Norfolk, VA 23510

Dion W. Hayes  
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P.O. Box 636  
Wilmington, DE 19899

Chris L. Dickerson  
Skadden, Arps, Slate, Meagher & Flom LLP  
333 West Wacker Drive  
Chicago, IL 60606

**Debtor**

Circuit City Stores, Inc.  
9950 Maryland Drive  
Richmond, VA 23233

HEMAR, ROUSSO & HEALD, LLP

RICHARD P. HEMAR  
MARTIN J. ROUSSO  
DANIEL A. HEALD  
STEPHEN E. JENKINS  
WAYNE R. TERRY

ATTORNEYS AT LAW  
15910 VENTURA BOULEVARD  
12<sup>TH</sup> FLOOR

ENCINO, CALIFORNIA 91436-2829

(818) 501-3800

FAX (818) 501-2985

\*ALSO ADMITTED IN UTAH  
ALSO ADMITTED IN NEVADA  
\*\*ALSO ADMITTED IN ILLINOIS  
\*ALSO ADMITTED IN ARIZONA

MARY A. LAZARAN  
ROBERT V. MCKENDRICK\*  
MARTINA A. PORTER  
SANDRA L. TIBERI\*  
JENNIFER W. CRASTZ  
JEANNINE DEL MONTE-KOWAL  
PETER J. VEIGUELA\*\*  
NATHAN H. HARRIS  
IRWIN M. WITTLIN  
RAFFI KHATCHADOURIAN  
PAUL N. ANDONIAN\*  
NINETTE R. WASSEF  
PAMELA L. COX  
EDWARD S. KIM  
MATTHEW R. RUNGAITIS†  
DAVID M. KRITZER

IN REPLY REFER TO:

January 12, 2009

**VIA OVERNIGHT DELIVERY**

Clerk of Court  
U.S. BANKRUPTCY COURT  
Eastern District of Virginia  
701 East Broad Street, Suite 4000  
Richmond, VA 23219

In Re: **Circuit City Stores, Inc.**  
**Chapter 11, Case No. 08-35653-KRH**

Dear Clerk of Court:

Enclosed please find original and three copies of **NOTICE OF CURE AMOUNTS KNOWN TO LESSOR M&M BERMAN ENTERPRISES (STORE NOS. 1602 and 4510) AND DEMAND FOR CURE OF KNOWN AND UNKNOWN LEASE DEFAULTS AS A CONDITION OF ANY PURPORTED ASSUMPTION**, for filing in the above-captioned matter. Please return a conformed copy to our office in the self-addressed stamped envelope provided herein for your convenience.

Additionally, please kindly forward a courtesy to chambers of Judge KRH.

Thank you in advance for your assistance.

Very truly yours,

HEMAR, ROUSSO & HEALD, LLP

By:   
MARY ANN GRANZOW

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